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16 Attorneys for Defendant
 17 ARTISAN PARTNERS LIMITED PARTNERSHIP,
 a Delaware limited partnership

18 UNITED STATES DISTRICT COURT

19 NORTHERN DISTRICT OF CALIFORNIA

21 ARTIS CAPITAL MANAGEMENT, LLC,
 22 a California limited liability company,

23 Plaintiff,

24 v.
 25 ARTISAN PARTNERS LIMITED
 PARTNERSHIP, a Delaware limited
 partnership,

26 Defendant.

27 Case No. C 06 1663 WHA

**STIPULATION OF DISMISSAL WITH
 PREJUDICE AND [PROPOSED] ORDER**

28 [Fed. R. Civ. P. Rule 41(a)(1)]

Complaint Filed: March 2, 2006
 Judge: The Honorable William H. Alsup

Case No. C 06 1663 WHA

STIPULATION OF DISMISSAL WITH PREJUDICE AND [PROPOSED] ORDER

Pursuant to Rule 41(a)(1) of the Federal Rules of Civil Procedure and the parties' Settlement Agreement dated November 17, 2006, Plaintiff Artis Capital Management, LLC ("ACM") and Defendant Artisan Partners Limited Partnership ("Artisan") hereby stipulate as follows:

1. ACM's complaint is dismissed with prejudice.
2. Artisan's counterclaim is dismissed with prejudice.
3. Each party shall bear its own costs and attorneys' fees in connection with this action.

DATED: November 27, 2006

SHARTSIS FRIESE LLP

By: /s/ Gregg S. Farano
GREGG S. FARANO

Attorneys for Plaintiff
ARTIS CAPITAL MANAGEMENT, LLC

DATED: November 27, 2006

BELL, BOYD & LLOYD LLC

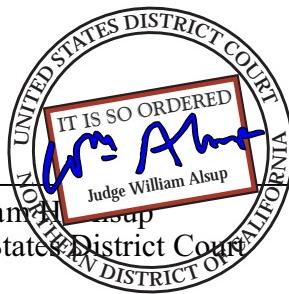
By: /s/ Natalie A. Remien
NATALIE A. REMIEN

Attorneys for Defendant
ARTISAN PARTNERS LIMITED
PARTNERSHIP

PURSUANT TO STIPULATION, IT IS SO ORDERED.

Dated: December 4, 2006

The Honorable William A. Alsup
Judge of the United States District Court



1 **ATTESTATION PURSUANT TO GENERAL ORDER 45 § X(B)**

2 The ECF registered attorney, by virtue of his/her electronic filing of this document, attests
3 that in concurrence with the filing of this document, original signatures have been obtained from
4 each of the signatories named herein.

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SHARTSIS FRIESE LLP
ONE MARITIME PLAZA
EIGHTEENTH FLOOR
SAN FRANCISCO, CA 9 4111

PROOF OF SERVICE

I, Virginia A. Kiley, declare:

I am a citizen of the United States and employed in the City and County of San Francisco, California by Shartsis Friese LLP at One Maritime Plaza, Eighteenth Floor, San Francisco, California 94111. I am over the age of eighteen years and am not a party to the within-entitled action.

On November 29, 2006, at Shartsis Friese LLP located at the above-referenced address, I served on the interested parties in said cause a copy of the within document(s):

STIPULATION OF DISMISSAL WITH PREJUDICE AND [PROPOSED] ORDER

- by placing the document(s) listed above in a sealed envelope with postage thereon fully prepaid in accordance with the firm's practice, of which I am familiar, of collection and processing correspondence for mailing on the same day to the person(s) at the address(es) set forth below:
 - by consigning the document(s) listed above to an express delivery service for guaranteed delivery on the next business day to the person(s) at the address(es) set forth below:
 - by personal delivery by messenger service of the document(s) above to the person(s) at the address(es) set forth below:
 - by facsimile transmission pursuant to Rule 2008 of the California Rules of Court on this date before 5:00 p.m. (PST) of the document(s) listed above from sending facsimile machine main telephone number (415) 421-2922, and which transmission was reported as complete and without error (copy of which is attached), to facsimile number(s) set forth below: (by agreement / not by agreement)
 - by electronically delivering the document(s) listed above pursuant to federal and local rules of the court on this date from electronic address sflaw.com, and which transmission was reported as complete and without error, to electronic mail address(es) set forth below:

1 Natalie A. Ramien
2 Bell Boyd & Lloyd LLC
3 70 West Madison Street, Suite 1300
4 Chicago, IL 60602

5 I declare under penalty of perjury that the foregoing is true and correct.
6

7 Executed on November 29, 2006, in San Francisco, California.
8

9 */s/ Virginia A. Kiley*

10 Virginia A. Kiley

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